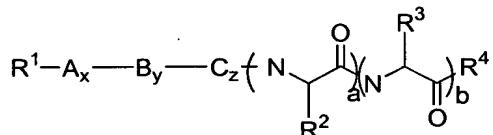


CLAIMS

What is claimed is:

1. A compound of structural Formula (I):



or a pharmaceutically available salt, solvate, hydrate or N-oxide thereof wherein:

a, b, x, y and z are 0 or 1;

A is a cyclic amino acid;

B is a basic amino acid;

C is a small amino acid;

R¹ is alkyl, substituted alkyl, acyl, substituted acyl, alkylsulfonyl, substituted alkylsulfonyl, arylalkyl, substituted arylalkyl, arylsulfonyl, substituted arylsulfonyl, heteroalkyl, substituted heteroalkyl, heteroarylsulfonyl, substituted heteroarylsulfonyl, heteroarylalkyl, substituted heteroarylalkyl, oxycarbonyl or substituted oxycarbonyl;

R² is alkyl, -(CH₂)_mS(O)_nR⁵, -(CH₂)_mS(O)_n-S(O)_oR⁵ or -(CMe)_mS(O)_nR⁵

m is 1, 2, 3 or 4;

n and o are independently 0, 1 or 2;

R³ is -CH₂CONH₂ or -CH₂CH₂CONH₂;

R⁴ is alkyl, -NR⁶R⁷ or -OR⁸;

R^5 is alkyl, substituted alkyl, acyl, substituted acyl, aryl, substituted aryl, arylalkyl, substituted arylalkyl, heteroalkyl, substituted heteroalkyl, heteroaryl, substituted heteroaryl, heteroarylalkyl, substituted heteroarylalkyl, oxycarbonyl or substituted oxycarbonyl;

R^6 and R^7 are independently hydrogen or alkyl; and

R^8 is alkyl, substituted alkyl, aryl substituted aryl, arylalkyl, substituted arylalkyl, heteroalkyl, substituted heteroalkyl, heteroaryl, substituted heteroaryl, heteroarylalkyl or substituted heteroarylalkyl;

with the provisos that:

R^5 is not methyl when m is 1;

a is 1 unless A is proline, B is histidine, C is serine and b is 0 when a is 0; and

R^2 is $-(CH_2)_mS(O)_nR^5$ or $-(CH_2)_mS(O)_n-S(O)_oR^5$ unless b , x , y and z are 1.

2. The compound of Claim 1, wherein A is proline, B is histidine, C is serine and R^3 is $-CH_2CONH_2$.

3. The compound of Claim 1 or Claim 2, wherein R^1 is acyl, substituted acyl, arylalkyl, substituted arylalkyl, oxycarbonyl and substituted oxycarbonyl.

4. The compound of Claim 1 or Claim 2, wherein R^1 is acyl, substituted acyl, oxycarbonyl and substituted oxycarbonyl.

5. The compound of Claim 1 or Claim 2, wherein R^2 is $-(CH_2)_mS(O)_nR^5$ or $-(CH_2)_mS(O)_n-S(O)_oR^5$ and m is 1 or 2.

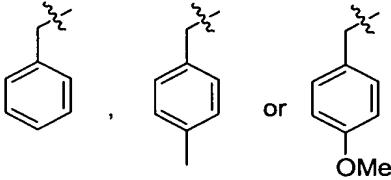
6. The compound of Claim 1 or Claim 2, wherein R^4 is NR^7R^8 and R^7 and R^8 are hydrogen.

7. The compound of Claim 1, wherein a, b, x, y and z are 1.
8. The compound of Claim 1, wherein x is 0 and a, b, y and z are 1.
9. The compound of Claim 1, wherein x and y are 0 and a, b and z are 1.
10. The compound of Claim 1, wherein x, y and z are 0 and a and b are 1.
11. The compound of Claim 1, wherein x, z, a and b are 1 and y is 0.
12. The compound of Claim 1, wherein x, a and b are 1 and y and z are 0.
13. The compound of Claim 1, wherein y, a and b are 1 and x and z are 0.
14. The compound of Claim 1, wherein x, y, z and a are 1 and b is 0.
15. The compound of Claim 1, wherein y, z and a are 1 and x and b are 0.
16. The compound of Claim 1, wherein x, y, z and b are 1 and a is 0.
17. The compound of Claim 1, wherein z and a are 1 and x, y and b are 0.
18. The compound of Claim 1, wherein a is 1 and x, y, z and b are 0.
19. The compound of Claim 1, wherein A is a D amino acid.
20. The compound of Claim 1, wherein A, B and C are L amino acids and the α carbons adjacent to R^2 and R^3 , respectively have the L configuration.
21. The compound of Claim 2, wherein
 R^1 is acyl, substituted acyl, oxycarbonyl and substituted oxycarbonyl;

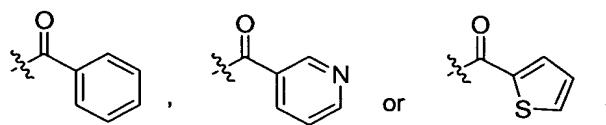
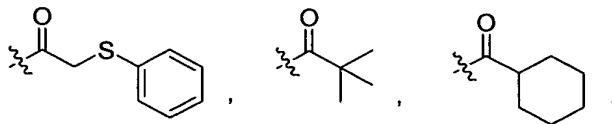
a, b, x, y and z are 1;

m is 1 or 2; and

R⁴ is NR⁷R⁸ and R⁷ and R⁸ are hydrogen.

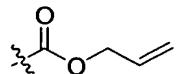
22. The compound of Claim 21, wherein R¹ is acyl.
23. The compound of Claim 22, wherein R¹ is -C(O)CH₃ and R² is alkyl.
24. The compound of Claim 23, wherein R² is methyl or allyl.
25. The compound of Claim 22, wherein R¹ is -C(O)CH₃, R² is -(CH₂)_mS(O)_nR⁵ and m is 1.
26. The compound of Claim 25, wherein n is 0 and R⁵ is alkyl or substituted alkyl.
27. The compound of Claim 26, wherein R⁵ is ethyl, *t*-butyl or -CH₂NHC(O)CH₃.
28. The compound of Claim 25, wherein n is 0 and R⁵ is arylalkyl or substituted arylalkyl.
29. The compound of Claim 28, wherein R⁵ is
30. The compound of Claim 25, wherein n is 0 and R⁵ is acyl or substituted acyl.

31. The compound of Claim 30, wherein R⁵ is



32. The compound of Claim 25, wherein n is 0 and R⁵ is oxycarbonyl or substituted oxycarbonyl.

33. The compound of Claim 32, wherein R⁵ is



34. The compound of Claim 22, wherein R¹ is -C(O)CH₃, R² is -(CH₂)_mS(O)_n-S(O)_oR⁵ and m is 1.

35. The compound of Claim 34, wherein n and o are 0 and R⁵ is alkyl or aryl.

36. The compound of Claim 35, wherein R⁵ is methyl, ethyl or phenyl.

37. The compound of Claim 22, wherein R¹ is -C(O)CH₃, R² is -(CH₂)_mS(O)_nR⁵ and m is 2.

38. The compound of Claim 37, wherein n is 0 and R⁵ is alkyl or arylalkyl.

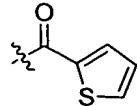
39. The compound of Claim 38, wherein R⁵ is methyl or benzyl.

40. The compound of Claim 37, wherein n is 1 or 2 and R⁵ is alkyl.

41. The compound of Claim 40, wherein R⁵ is methyl.

42. The compound of Claim 37, wherein n is 0 and R⁵ is acyl.

43. The compound of Claim 42, wherein R⁵ is pivaloyl or



44. The compound of Claim 2, wherein:

R¹ is acyl, substituted acyl, oxycarbonyl and substituted oxycarbonyl;

m is 1 or 2; and

R⁴ is NR⁷R⁸ and R⁷ and R⁸ are hydrogen.

45. The compound of Claim 44, wherein x is 0 and a, b, y and z are 1.

46. The compound of Claim 44, wherein x and y are 0 and a, b and z are 1.

47. The compound of Claim 44, wherein x, y and z are 0 and a and b are 1.

48. The compound of Claim 44, wherein y is 0 and a, b, x and z are 1.

49. The compound of Claim 44, wherein y and z are 0 and a, b and x are 1.

50. The compound of Claim 44, wherein x and z are 0 and a, b and y are 1.

51. The compound of Claim 44, wherein b is 0 and a, x, y and z are 1.

52. The compound of Claim 44, wherein b and x are 0 and a, y and z are 1.

53. The compound of Claim 44, wherein b, x and y are 0 and a and z are 1.

54. The compound of Claim 44, wherein b, x, y and z are 0 and a is 1
55. The compound of anyone of Claims 45-54, wherein R¹ is acyl, R² is -(CH₂)_mS(O)_nR⁵, m is 1 and R⁵ is alkyl
56. The compound of Claim 55, wherein R¹ is -C(O)CH₃ and R⁵ is methyl.
57. The compound of Claim 44, wherein a is 0 and b, x, y and z are 1.
58. The compound of Claim 57, wherein R¹ is -C(O)CH₃.
59. A pharmaceutical composition comprising a compound of Claim 1 or Claim 2 and a pharmaceutically acceptable diluent, excipient or adjuvant.
60. A method for treating or preventing cancer in a patient comprising administering to the patient in need of such treatment a therapeutically effective amount of a compound of Claim 1 or Claim 2.
61. A method for treating or preventing cancer in a patient comprising administering to the patient in need of such treatment a therapeutically effective amount of the pharmaceutical composition of Claim 59.
62. The method of Claim 61 further comprising administering to the patient in need of such treatment a therapeutically effective amount of another anti-cancer agent or a pharmaceutical composition comprising the other anti-cancer agent and a pharmaceutically acceptable diluent, excipient or adjuvant.
63. The method of Claim 60 further comprising administering to the patient in need of such treatment a therapeutically effective amount of another anti-cancer agent or a pharmaceutical composition comprising the other anti-cancer agent and a pharmaceutically acceptable diluent, excipient or adjuvant.
64. The method of Claim 60, wherein the cancer is breast cancer, renal cancer, brain cancer colon cancer, prostate cancer, chondrosarcoma or angiosarcoma.

65. The method of Claim 61, wherein the cancer is breast cancer, renal cancer, brain cancer colon cancer, prostate cancer, chondrosarcoma or angiosarcoma.